

WEST HAYMARKET JOINT PUBLIC AGENCY (JPA)
Board Meeting
January 26, 2010

Meeting Began At: 3:05 P.M.

Meeting Ended At: 4:50 P.M.

Members Present: Jayne Snyder, Chris Beutler, Tim Clare

Item 1 - Introductions and Notice of Open Meetings Law Posted by Door

Chair Snyder opened the meeting and advised that the open meetings law is in effect and is posted in the back of the room.

Item 2 – Public Comment and Time Limit Notification

Snyder stated that individuals from the audience will be given a total of five minutes to speak on specific items listed on today's agenda. Those testifying should identify themselves for the official record and sign in.

Item 3 – Approval of the minutes from the JPA meeting held January 7, 2010

Snyder asked for any corrections or changes to the minutes from January 7, 2010. Hearing none, Beutler motioned for approval of the minutes. Clare seconded the motion. Motion carried 3-0.

Item 4 – Approval of Payment Registers

Dan Marvin came forward and observed that the largest item on the payment register was the payment to Burlington Northern for \$46,305,770. There have been questions about why this amount is over the projection. The reason is that staff coordinated with the railroad and determined that there would be a savings of time and money by hiring Riley Construction through Burlington Northern to do the dirt work for the storm water mitigation. Clare asked if the budget will be adjusted to show that some of the storm water expenditures are being picked up here. Marvin explained that once all of the bills are received, the adjustments can be made to the storm water line item on the budget sheet.

Snyder asked Marvin for additional information regarding the interest payment to Union Bank. Marvin pointed out that the first bond interest check was in the amount of \$1,253,323 and was sent out to the bond holders by Union Bank, who is the paying agent.

Beutler moved for approval of the payment registers. Clare seconded the motion. Motion carried 3-0.

Item 5 – Review of the December 2010 Expenditure Reports

Dan Marvin reported that \$76,000 of the operating budget has been expended year to date with an unexpended amount of \$425,000. There is a lag on line item 5621, Miscellaneous Contractual Services, which are billings back from Law and other departments that are providing their services as part of the operating budget. Clare thought that line item 5642, Legal Services, included Law Department. Marvin explained that those funds were budgeted for outside legal services and \$4,337 has been expended year to date.

Snyder asked for addition information regarding the bond interest payment. Marvin explained that the total budgeted amount for interest expenditures is \$3,579,079. Year to date \$1,253,324 has been expended which was reflected on the payment register. There will be another interest payment in June which will be larger because of the second bond.

Snyder asked for any comments from the public. Hearing none, Clare made a motion to approve the expenditure reports. Beutler seconded the motion. Motion carried 3-0.

Item 6 – Approval of DLR Summary of Programming Phase

Rick Peo stated that this report is a summary of the program results that the DLR Group has reached at this point regarding how the arena will be constructed and look. The purpose of this report is to get guidance so they can go from the programming stage to the schematic design stage. It is also a condition of the DLR agreement that they submit and have this report approved. A few weeks ago they presented a more detailed document, however the Board is just being asked to approve this summary. This is a document that will grow over time and contains points to give direction. As the design goes forward more details will emerge and there may be modifications which will be brought back to the Board.

Clare encouraged the public to look at the document and offer suggestions to create and enhance the arena to make it a spectacular facility. Snyder added that the report contains a variety of programming facts such as the number of boxes, depth of the seats and number of suites. It is very good for those interested in details on the arena.

Snyder asked for any comments from the public. Hearing none, Clare made a motion to approve the summary. Beutler seconded the motion. Motion carried 3-0.

Item 7 – West Haymarket Progress Report

Jim Martin, Program Manager, reported that SAIC has completed an initial evaluation of the program budget and schedule. Their analysis of the entire program budget is within \$4 million or 1.01% of the preliminary estimates. This is a good validation of the conceptual work that was done in the past. SAIC concurs with the schedule, recognizing that there is very little room for schedule slippage. There are obstacles to overcome but they believe the work can be completed in the time allotted.

Working with the Law Department, Martin has established a procedure for the design and construction contract amendments. They will go to SAIC first so they can be reviewed, after which Martin will write a summary recommending adoption or further negotiations. The amendments will then be delivered to the Law Department. The same thing has been done with the Finance Department for all of the invoices. Martin has worked with Don Herz to establish a single place invoices will be received and stamped in. SAIC will review the invoices for conformance with the contract documents and budget. They will then be returned with a recommendation for payment or further discussion.

The arena schematic design has begun and will be completed by the architects in mid to late February. Today in the OAC (Owner Architect Contractor) meeting the first rough drawings of the levels of the arena were reviewed. The Mortenson/Hampton construction team will prepare a budget estimate based on these schematic documents. SAIC will prepare an independent estimate based on those as well. Martin will have more accurate information on the schedule and budget projections at the end of February.

The first four projects of the infrastructure portion of the program are being designed, specifically the Post Office parking lot realignment, M and N Street improvements, 10th and Salt Creek and the initial Haymarket site preparation. Construction is scheduled to commence this spring and bids will be out as soon as possible, possibly the end of March. Other projects under design and scheduled for construction in the fall of 2011 include the Amtrak station and the Charleston Street Bridge and roadway. The site selection is narrowing down for District Energy with a goal to get it close to the arena, their largest customer. The final decision will be made within a couple of weeks.

The Amtrak lease is on the agenda today and there is a possibility for a first closing by the end of the month. Riley, Burlington Northern's contractor, has halted excavation for the winter but they could recommence work in February, weather permitting. Martin has been told that they are on track to complete work this April. The Union Pacific track relocation is in the design phase and is scheduled to commence this the spring.

The mobilization for the diesel plume remediation has begun under the NDEQ Title 200 program. There will be further investigations under the arena site with some test drilling at that location and moving south until they reach O Street.

Most of the design contracts have been negotiated. There will be another amendment to the LHI Team contract as the last of the segments of work are added. There are some additional small services that will be needed from DLR; a few are before the Board today. In the future there will be specialty testing and inspection of soils, concrete, steel and welding. Those are common inspections usually conducted by the owner to review the work the contractor and subcontractors are doing. There will be some third party land purchase agreements and the Board will see a final agreement with District Energy for use of their energy.

The critical path issues include closing the railroad agreement, Post Office negotiations, 10th and Salt Creek negotiations with the Champions Club and Marathon, M & N negotiations with multiple private owners, working through the 106 process with the State Historic Preservation

Office and the 404 permit with the Corps of Engineers. That information represents the summary of where the program is now.

Clare asked to see an abbreviated timeline so the Board can ensure sure the project is moving forward and will meet the September 2013 deadline. He also reminded Martin that the ultimate goal is to get the project done on time and under budget.

Snyder asked for any comments from the public. No one came forward.

Item 8 – Bill No. WH 11-01 Resolution to Approve Amendment No. 1 to the Environmental Remediation Services Contract with Benesch

Miki Esposito presented the Board with a summary of the amendment and maps of the affected area. The first supplemental request re-scopes the original agreement with Benesch to address properties north of O Street, including the Union Pacific property to the west. The mass of land included in this amendment has expanded broadly. The cost to make these changes to the VCP (voluntary cleanup program) work plan is \$8,500.

The second supplemental request includes four additional Phase I ESA (environmental site assessment) reports for a total cost of \$10,000. When acquiring property that has environmental impairments, due diligence must be done in order to limit state and federal liability. In order to preserve the liability protection the reports must be kept current, within six months of acquisition. In order to acquire the Alter and Jaylynn property later this year, the Phase I's must be updated.

Supplemental request 3 has no additional cost. The contract was examined for efficiencies and it was found that with the Board's approval the scope of the language under task six could be modified to include the ability to respond to unplanned environmental findings. Currently, task six gives the ability to implement and prepare an environmental contingency plan which is a reporting mechanism to inform NDEQ about what was found and how it was managed. Esposito would like to add the ability to respond to the issue within the budgeted item. Although they have a good idea of what they may encounter, they won't know for sure until they get in there. With the aggressive schedule, this would provide a tool to respond quickly without slowing down construction.

Clare pointed out that in the amendment under task six it says costs are not to exceed \$64,000. Esposito explained that the \$64,000 was the cost of the original scope. Approximately \$14,000 has already been expended and the remaining \$50,000 would be utilized to respond to environmental urgencies.

Snyder noted that Attachment A states that the total cost of the amendment is \$60,250. Esposito indicated that the total also includes supplemental request 4 which is a new task involving investigation of the Alter property. The property in red on the third map shows what is called the Alter Sliver that Burlington Northern will be taking ownership of in March of 2012. The City is obligated by contract to investigate and clean that property. In order to ensure it is completed prior to the acquisition date, the investigation needs to be expedited. Benesch has asked for an

additional \$41,000 for the time and materials to do an investigation, quality assurance project plan, health and safety plan and a report. This is the only new task being added in this amendment.

Clare inquired if these additional tasks were contemplated when the initial proposal was put together. Esposito stated that they knew they were going to have to do a voluntary clean up but didn't know the full scope until the environmental consultant came on board. The four additional Phase I's were contemplated, but now need to be updated in order to retain the liability protection. Although there is no additional cost in regards to supplemental request 3, as the project has progressed they have found an additional need to not only record and report but to respond quickly.

Clare asked if there may be additional items that could expand the scope in the future. Esposito answered that there may be some items with regard to the Clean Water Act. As the project moves forward there is a need to facilitate all of the NPDES permits including a site wide plan for NDEQ. Esposito feels that it would be appropriate for the environmental team to handle this task because the team has the expertise and a good line of communication with NDEQ. However, that decision has not yet been made. Clare asked if the addition funds for these tasks have been budgeted. Esposito acknowledged that they are in the environmental remediation budget.

Beutler inquired if there was an approximate timeframe of when the Priority 1 and Priority 3 areas would be clear of environmental problems and any need for further remediation. Esposito observed that there are two critical milestones to be reached this year. The first is the public notice period with NDEQ which allows the public to provide input on whether they agree with the remedial actions. That is a 30-45 day process and at the end would indicate that the area is safe to build on and put it on track for a no further action letter. The second milestone is a report that will be filed with NDEQ saying that we took the necessary actions and put any institutional controls necessary in place prior to getting the no further action letter. That could be completed by the end of this year. The diesel plume is on a different track under the Title 200 petroleum remediation program. That project is mobilizing next week and should be excavated soon. After excavation, monitoring wells will be placed in the area which triggers the year long monitoring period. The no further action letter on the diesel plume could then come in the summer or fall of 2012.

Snyder asked if there would be any federal funds available for this work. Esposito explained that they will be submitting reimbursement applications to the State for approximately \$800,000 from a fund that addresses petroleum contamination. The federal funds will be focused on the property south of O Street, the Jaylynn and Alter properties. They have applied for a \$200,000 Brownfield Communitywide Assessment Grant to investigate those properties more. The EPA should be responding sometime this spring. Clare asked if the Title 200 reimbursement money was included in the budget. Esposito stated that neither the grant nor State funding was taken into account when the budget was created.

Snyder asked for any comments from the public. Hearing none, Clare made a motion to approve the resolution. Beutler seconded the motion. Motion carried 3-0.

Item 9 – Bill No. WH 11-04 Resolution to Approve the Sublease Agreement between Amtrak and the West Haymarket Joint Public Agency for the New Platform [includes future execution of the Station Lease]

Rick Peo informed the Board that when the arena site was selected it was realized that the cooperation of Union Pacific, Burlington Northern Santa Fe and Amtrak would be needed to move this project forward. Discussions with the railroads began about two to three years ago at which time they gave verbal commitments that they would not stand in the way of the project provided it was cost neutral for them. In the interim, agreements have been negotiated and executed with Union Pacific for property needed for the Burlington Northern track relocation and with Burlington Northern for conveyance of land to the City for the arena project. In order to close on the agreement with Burlington Northern, an agreement needed to be in place with Amtrak. This agreement with Amtrak is for the sublease of the platform. The platform is actually owned by Burlington Northern, but Amtrak will lease it and then sublease it to the JPA. The JPA will be responsible for building the platform and the new station. The terms of the station lease have been identified and agreed to but cannot be entered into until we can close on the Burlington Northern property. It will be assigned at a date defined in the sublease agreement when that condition has been met.

Amtrak is currently working on negotiating the primary lease with Burlington Northern. Peo has been told that those negotiations have been 99% completed and there are only a couple of minor issues to be resolved. He is hopeful that Burlington Northern and Amtrak will sign the prime lease this week so that we can close on the property by January 31st, which is the current deadline for that closing.

The standards for the platform are identified in the sublease agreement. There are a lot of details that have to be put in the final design. In regards to the station, Amtrak is looking to have the same square footage they have today. They want the arrangement to be cost neutral and are willing to relocate to a new station provided the rent is the same that they pay today.

Snyder noted that on page 4 there is some wording about trains stopping at the new depot would be funded in whole by the State of Nebraska Department of Transportation or another governmental agency. Peo stated that he was not familiar with Amtrak's financial arrangements but believes it is basically saying that as long as the same types of subsidized activities continue they will provide rail service through Nebraska. Snyder then asked if the JPA would own the new platform. Peo answered that the JPA would be subleasing the land and build the platform on it. Once the platform is built and accepted, the sublease will terminate. That was done so that the JPA would not have continuing liability for snow removal and other maintenance. Amtrak does expect the JPA to reimburse them for those costs but it seemed a small price to pay to be rid of the liability issue.

Snyder asked for any comments from the public. Hearing none, Beutler made a motion to approve the resolution. Clare seconded the motion. Motion carried 3-0.

Item 10 – Bill No. WH 11-09 Amendment No. 2 to the Consultant Agreement between the JPA and Benham (now known as SAIC Energy, Environment & Infrastructure LLC) to extend the term for completion of all obligations of the Agreement to February 28, 2011

Peo indicated that this is a very simple amendment. SAIC has been selected as the Program Manager and they are currently trying to negotiate a final agreement. The previous amendment extended the agreement to the end of January but negotiations have not yet been completed. This amendment requests an extension to the end of February. Peo is hopeful that they will have a final agreement before the Board for approval at the February 25th meeting.

Snyder asked for any comments from the public. Hearing none, Beutler made a motion to approve the resolution. Clare seconded the motion. Motion carried 3-0.

Item 11 – Bill No. WH 11-10 Resolution to Approve Amendment No. 3 for the West Haymarket Infrastructure Design Contract

Randy Hoskins, Assistant City Engineer, explained that Amendment No. 3 to the agreement with Olsson Associates includes four projects: (1) the Haymarket parking lot and festival space and pedestrian grade separation structure, (2) the core area roadway and utilities, (3) the intelligent transportation systems and (4) the south parking garage. The total fee for all four projects is around \$3.5 million and brings the cost of the overall agreement to just over \$7.5 million.

Clare indicated that he did not understand why the Board approved the previous agreement with a total not to exceed amount of \$3.9 million if this amendment increases the not to exceed amount to \$7.5 million. He feels the wording is misleading if it was planned that additional items would be added later. Hoskins explained that initially there were 17 design projects identified to be completed under this contract. In order to expedite some of the projects they initially came to the Board with six projects for approval. Other projects have been added since that time and there are four more projects that will come before the Board for approval in the future. The way these contracts have been negotiated, the consultant is being paid on an hourly basis. If they use all of the hours that were agreed upon, that would get them to the not to exceed amount. Clare asked that the language made clearer on the next amendment.

Beutler asked if there are any services included in this contract with respect to the ice rink. Hoskins informed the Board that the design team will be doing some work to help site the ice rink to ensure that there are no conflicts with the proposed pedestrian bridge. Beutler inquired how much of the cost is related to work on the ice rink. John Olsson came forward and stated that approximately \$20,000 of their fee is related to master planning including the entire festival space. Part of the festival space includes planning for a box or some type of ice facility.

Clare inquired about the overall design budget. Dan Marvin explained that when preparing the budget, they took approximately 20% from each project for engineering and design costs which totaled approximately \$40 million. They then deducted \$7 million to come up with \$33 million for soft dollar engineering and design costs. With the amendment before the Board today, there is a balance remaining in excess of \$9 million. The goal is for the \$9 million to cover the remaining expected soft costs.

Snyder asked for any comments from the public. Hearing none, Beutler made a motion to approve the resolution. Clare seconded the motion. Motion carried 3-0.

Item 12 – Bill No. WH 11-11 Resolution to Approve the Consultant Agreement with Thought District for Website and Facebook Management Services

Dan Marvin stated that this agreement provides for the active maintenance and management of the West Haymarket website. The website is online now and Thought District has been working somewhat at risk by maintaining the website. This agreement will provide ongoing maintenance on a month by month basis for as long as the Board would like to keep the website online. The cost per month is about \$2,000. This would be an operating cost and would not go against the soft dollar balance or any other budgeted area.

Snyder asked for any comments from the public. Hearing none, Beutler made a motion to approve the resolution. Clare seconded the motion. Motion carried 3-0.

Item 13 – Bill No. WH 11-12 Resolution to approve Agreement with M.A. Mortenson Company to perform Construction Manager at Risk Preconstruction Services and certain Construction-Related Services which are required to commence prior to commencement of actual construction

John Wood from Mortenson thanked the Board for the opportunity to be here today. The preconstruction agreement contract for construction management services for the arena is before the Board and he offered to answer any questions.

In order to begin discussions, Beutler made a motion to adopt Resolution WH 11-12. Clare seconded the motion. Beutler made a Motion to Amend No. 1 to modify provisions deleting the pedestrian bridge from the project description and deleting the VDC exhibit and inserting a revised insurance exhibit. Clare seconded the motion. Beutler then made a Motion to Amend No. 2 to add the subcontractor procurement document as drawn up by Regent Clare. Clare seconded the motion.

Snyder asked for any comments from the public. Coby Mach from the Lincoln Independent Business Association came forward and stated that the LIBA Board of Directors called a special meeting today due to concerns over the subcontractor bidding process, as this contract calls for a private opening of bids. LIBA asks that the Board reconsider the private opening of bids and requests a one week delay for LIBA and the community to have more time to assess the private opening of bids. They would also like an explanation as to why the Board is agreeing to pay Davis-Bacon wages in this contract. If the JPA has accepted federal funding that requires Davis-Bacon wages LIBA would like to know if it was spelled out at the time that the Board accepted those federal funds. LIBA is not opposed to the awarding of this contract but would like more clarification and perhaps some changes. Mach also pointed out that the City Council gets very upset if they are asked to approve something with only one week notice. This Board is on a very fast track and all of these things, including this contract were made public with a week or less of

notice. He encouraged the Board to consider going to a first and second reading to allow for more community input and transparency.

Clare addressed the subcontractor procurement amendment. He feels it is important for the public to know who is attempting to get these jobs. To that end, he has prepared an amendment that would require Mortenson to disclose to the public who the respondents are to the requests for proposals. This amendment also calls for the grading criteria that will be utilized in the evaluation process to be disclosed to the public. It also requires that a member of the JPA or its designated representative be able to observe the discussions and interviews that will be conducted with the various respondents. Finally, when the responses are evaluated and a respondent is awarded a bid that information will be made available to the public. Clare asked to hear Mortenson's take on this and to discuss what is happening around the country with respect to these types of contracts. He also asked how this process compares to how they were selected.

Wood expressed his appreciation for being given the privilege of being involved with this project. In their proposal and presentation they committed to a number of things that are understood to be key factors to the success of this project, the most obvious of which is completing on time and on budget. Wood recognizes the other critical issues that are important to the citizens of Lincoln which are maximum opportunities for local workers, a safe work environment and delivery of a building of enduring quality. Mortenson is committed and devoted to those objectives. What was proposed in regards to the procurement process is a tried and tested method used on major complex building projects in both the public and private sector around the United States. What is described in this exhibit is the exact process they have used in similar arena projects in the past and Mortenson's has a very strong track record of successful completion of these projects. Wood feels that the changes being proposed are very responsive to the concerns that have been expressed in the community and are acceptable to Mortenson. They want to assure the business community and other interested parties that to the greatest extent possible, this will be an open and transparent process. They will provide the information both up front and at the end of the process that is set forth in these modifications.

Clare noted that some of the concerns are that if this information isn't made public then Mortenson can hire its friends to come and work these jobs. Therefore, it won't be local workers, it will be higher priced and Lincoln will get stuck with the tab. Wood responded that if people look at Mortenson's track record in other places they have built, other cities would not say that has been their experience. There is no doubt that there will be firms outside of Lincoln and outside of Nebraska that will be interested in competing for this project. Some of them will be firms Mortenson has worked with before because they have worked all over the country and have a faithful following of contractors that like to work on Mortenson jobs. As Wood has been approached by firms that have expressed an interest in this project, his first response has been that this is going to be a project that needs to have maximum opportunity for Lincoln businesses. The firms have been advised that if they are interested in the project they should get to Lincoln and figure out how to partner or team with Lincoln businesses. The good news is that in this current economy this project is going to be an attractive project both regionally and nationally in the construction industry. It will attract a lot of competition which will pay off by ensuring that they meet the budget on this project. What Mortenson will need to do is balance the

commitment to using local businesses with the inevitable interest that there is going to be from outside firms.

Clare asked Wood to explain the interplay between the procurement process and GMP. Wood pointed out that their obligation is to provide a guaranteed maximum price for this project with a 60% complete design. There is a risk that they undertake to understand the full scope and detail of the project and to give the Board a price that is acceptable and is a guarantee that the number won't be exceeded. If it is exceeded that is at Mortenson's risk, it comes out of their pocket. It is customary in the industry that Mortenson would have the benefit of having guaranteed prices from at least the key subcontractors on the project to underpin their guarantee to the JPA. The procurement process provides them the ability to seek competitive proposals from key subcontractors at approximately the same point of completion of design, 60%. That would be incorporated in the overall GMP. That is in the JPA's best interest as it ensures that the guaranteed price is in large part based on the result of a rigorous competitive process. It's not just an estimate or an opinion of the cost of the project. If that were the case, it would likely cause the GMP to be higher rather than lower with the security that it is based upon subcontractor pricing. Clare emphasized that the GMP will not exceed \$140 million. Wood understood that expectation.

Clare inquired if there was some discussion in Mortenson's initial proposal regarding the subcontractor procurement. Wood acknowledged that there was discussion in their presentation about the utilization of the City's ebid system and they remain willing to work with that.

Beutler pointed out that some citizens are under the impression that the City has only one set of processes with respect to contracting and bidding, and up until a short time ago that was true. The Legislature gave to the cities of Nebraska two additional mechanisms for working through these processes, those being the contractor at risk process and the design build process. The city now has three pathways that are available and it should be made clear to the public that the Board is not going around any particular process. They have picked a process that works best in this situation which is the contractor at risk process. Beutler thinks it is particularly appropriate in this situation which is so large and requires an incredible amount of coordination and organization. The JPA is relying on Mortenson to get this project done within the budget and on time especially because there is little margin for error. He is counting on Mortenson to organize the subcontractors to get the prices down so they can present a price that is well within the budget.

Rod Confer addressed a question that was raised regarding Davis-Bacon wages. The bonds that financed this project are under the American Recovery and Reinvestment Act and as part of accepting the favorable interest rates and interest subsidies is the requirement that Davis-Bacon wages be paid. The Board approved an outside legal expense of \$4,000 which was for an opinion as to whether Davis-Bacon compliance was required. The determination from the outside legal firm was that Davis-Bacon wages would be required, so that is the reason those have been included.

With no further discussion, the Motion to Amend No. 2 was approved 3-0, Motion to Amend No. 1 was approved 3-0 and the Motion to Adopt Resolution WH 11-12 was approved 3-0.

Item 14 – Bill No. WH 11-13 Resolution to Approve AIA Document G802-2007 Amendment No. 3 to the Professional Services Agreement with DLR Group, Inc. dated August 14, 2008 to provide additional services with respect to design of the Arena and other Arena Improvements

Jim Martin informed the Board that there are three items in this amendment to the agreement with DLR. The first is for the War Room which is a 2,200 square foot space that the entire West Haymarket team will utilize. It will be used for everything from material samples to drawings and a meeting space to get the project done. This is located in the 1111 building at a rate of \$4.00 per square foot, which is half of the going rate. Instead of trying to split this three different ways and having to bring three different contract amendments to the Board, DLR offered to bring this forward. The second item is for assistance with the 106 process with the State Historical Preservation Office and the 404 process with the Corps of Engineers. Dan Worth, who is already on the DLR team, has a great deal of experience with this. He will help the team get through the process for a cost not to exceed of \$85,780. The third item is for the architect to design the CSL marketing space which will be a mockup of one of the suites so that people can walk around and get the feel of what is like. This has a not to exceed cost of \$10,300.

Snyder asked if this will be a space for the public to come in and observe during certain hours. Martin indicated that there will be opportunities for the public to come in during events or at the request of the JPA or city to host any open houses. Clare inquired if these expenses were anticipated when they began the project. Martin answered that they were not identified but were anticipated. They did not know where the War Room would be or at what cost. Similarly when the Marketing consultant came on board they knew they would build a suite mockup but did not know the location or cost. As far as needing help on the 106 and 404 processes, those are conversations between a federal agency and the State Historic Preservation Office. It is very process oriented and it was felt that with the short time frame it would be best to get expert advice. Dan Marvin added that the decision to go with a not to exceed amount was because it is going to be meeting dependent. He doesn't know how many meetings there will be but anticipates there will be fewer than were budgeted for. They will work very hard to come in under that not to exceed number.

Snyder asked for any comments from the public. Hearing none, Beutler made a motion to approve the resolution. Clare seconded the motion. Motion carried 3-0.

Item 15 – Bill No. WH 11-14 Resolution to Approve the Contract for Appraisal Services with Great Plains Appraisal Inc. and two Appraisal Review Service Contracts with Fred W. Briggs Real Estate and Thomas E. Stevens & Associates, for appraisals in connection with the acquisition and/or exchange of property and easements for the Haymarket Infrastructure Design Project

Rick Peo explained that in order to acquire the properties needed for some of the street work and other activities, an appraisal of the properties is needed to determine what to pay the property owners. Great Plains Appraisal has been hired to do the appraisal for the Haymarket infrastructure design project which includes but is not limited to the Post Office parking lot reconstruction, 10th and Salt Creek roadway improvements and M and N street improvements

from 7th to 10th Streets. Great Plains will do the main appraisal and Fred Briggs will review the appraisal and make any comments or adjustments that may have been omitted. The Post Office has a requirement that all appraisers be certified, however, Fred Briggs is a general appraiser so for that project a review appraiser was hired that has the required designation. These are lump sum contracts with Great Plains for \$37,250, Fred Briggs for \$13,500 and Thomas Stevens for \$1,750.

Clare made a recommendation that the appraisers consider hiring student interns for experience.

Snyder asked for any comments from the public. Hearing none, Beutler made a motion to approve the resolution. Clare seconded the motion. Motion carried 3-0.

Item 16 – Set Next Meeting Date

Snyder indicated that the length of the meeting today shows that there is a lot of material to cover in a short period of time. A comment was made that documents don't go out until a week before the meeting. The Board receives the documents at the same time the public gets them. Those who read and review every document know that this project is on a fast track, so the Board has talked about increasing the meetings to two times a month while there is so much activity. Some of this will calm down and at that time the Board can go back to meeting once a month. The schedule has not been identified yet but the public will be informed of when the next meeting will be.

Item 17 – Motion to Adjourn

Beutler made a motion to adjourn. Clare seconded the motion. Meeting adjourned at 4:50.

Prepared by: Melissa Ramos-Lampli, Engineering Services



26 January 2011

To: West Haymarket Joint Public Agency

From: SAIC Energy, Environment & Infrastructure (SEE&I)

RE: West Haymarket Redevelopment Progress Report January, 2011

EXECUTIVE SUMMARY

SAIC has completed an initial evaluation of the budget and schedule established for the West Haymarket Redevelopment. This evaluation was based upon a review of preliminary design information consultations with design teams to ascertain existing status of component projects. Conclusions of our evaluation can be summarized as follows:

- Budget – SAIC’s estimate of work included in the original TEUP program is within approximately \$4 million of the budgeted value. This represents a variance of approximately 1.01%.
- Schedule – SAIC’s evaluation of project schedules has resulted in our concurrence with the existing program schedule. While there is VERY little tolerance for slippage due to design changes, delayed decisions, or unseasonable weather conditions, all necessary work can be completed within the time allotted.
- A procedure has been established for future contracts and contract amendments that need to be presented to the JPA. Those will first be submitted to SAIC for review, discussion, negotiation and summarization before being sent to the Law Department. During this review, SAIC will consult with the City’s Public Works and other departments as necessary. When we deliver the documents to Law, we will include a letter summarizing the contents and our recommendation for approval or denial or delay for further discussions.
- A similar procedure has been developed for invoices relating to the Program. All invoices will be sent to a single person in the Finance Department at a single address to be logged in and date-stamped, then put into SAIC’s box. We will be notified that we’ve “got mail” and pick them up, review them in-depth for conformance to the contract documents and budgets, then send them back to Finance along with our recommendations for payment, partial payment or delay pending further discussions.

Project Updates:

- Arena: Schematic Design has begun. This is the part of the design process where the design of the building, the budget and the schedule come together. In today’s OAC



- UP – Union Pacific track relocation is in design, and scheduled to commence in spring 2011.
- Environmental Remediation
 - Mobilization has begun for the diesel plume remediation effort (under NDEQ’s T.200 Program)
 - Further Investigation focused on the Arena Footprint (under the NDEQ’s Voluntary Cleanup Program) begins next week. This expedited effort to assess soils and groundwater are to make sure we meet the 2011 construction schedule (hole in the donut)
- Contracts
 - Design contracts have been negotiated. We expect one more amendment to the Lincoln Haymarket Infrastructure Team (LHIT) contract in addition to the one on this agenda. There is a request for additional services pending to the DLR contract. SAIC is currently reviewing this request and will provide recommendations to the JPA on the disposition.
 - Expected additional contracts/agreements include:
 - Specialty testing and inspection
 - Third-party land purchase agreements
 - Final agreement with DEC for construction/operation of West Haymarket central plant.
- Critical Path Issues:
 - Finalize BNSF agreement
 - Acquire necessary property to facilitate construction
 - USPS Negotiations
 - 10th and Salt Creek (UNL Champions Club, Marathon)
 - M & N Streets (multiple private property owners)
 - 106/404 Process
 - Finalize site selection for District Energy central plant
 - There is a meeting today to narrow the optional location list



The preceding information represents a summary of our understanding of the status of major work items within the program. We stand ready to provide additional information on any of the topics listed above. As always, I remain

Respectfully yours:

James W. Martin
Senior Program Manager
SAIC Energy, Environment & Infrastructure, LLC

Cc: File

Bill No. WH 11-01 Resolution to Approve Amendment No. 1 to the Environmental Services Contract with Benesch

Summary of the Resolution:

Supplemental Request #1

\$8500 in costs to prepare amended VCP Application and Investigation Work Plan due to modification in scope of environmental remediation project.

Supplemental Request #2

\$10,000 for 4 additional Phase I ESA Reports.

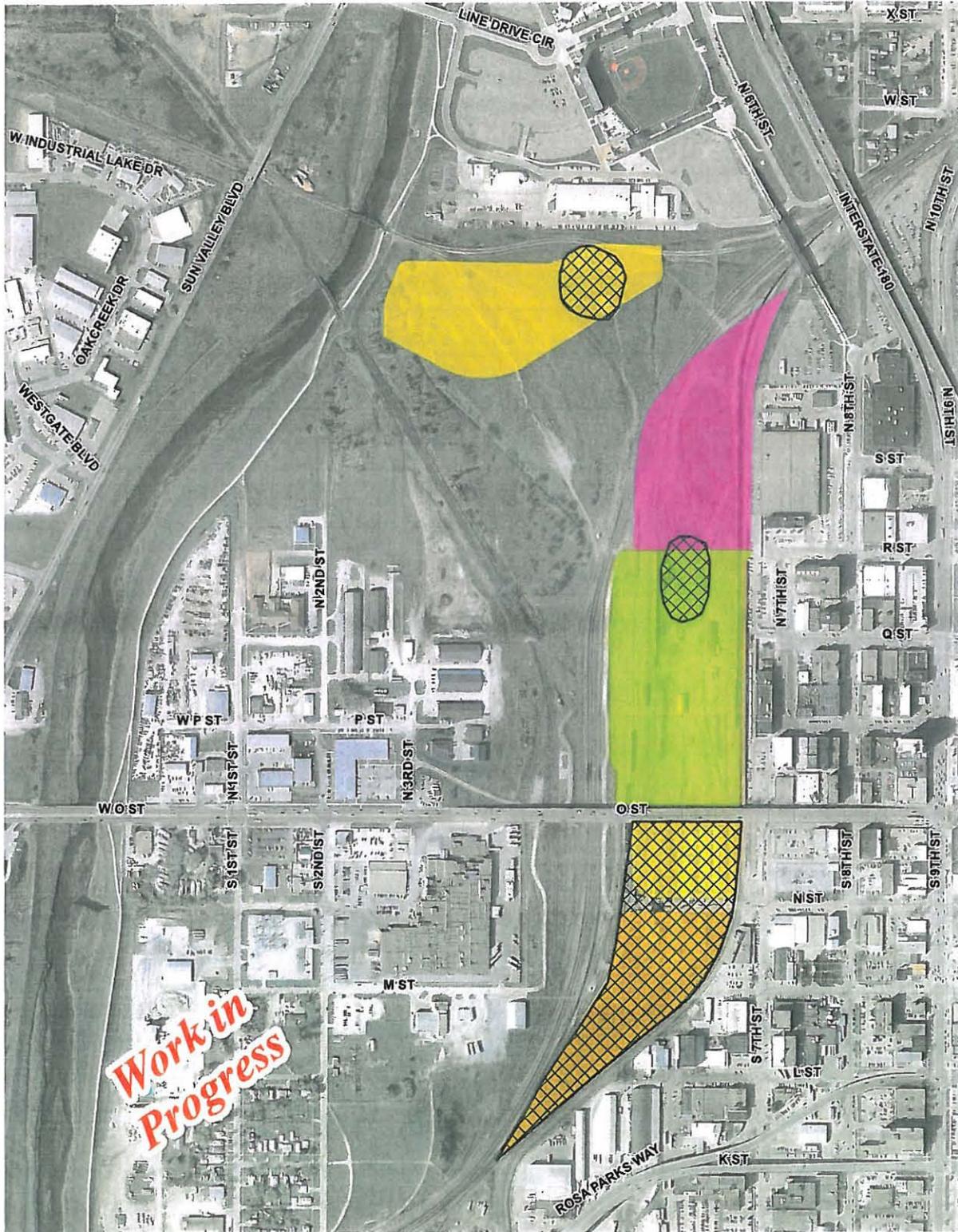
Supplemental Request #3

No additional cost. Modification to the scope to include the ability to respond to unplanned environmental findings (urgencies/emergencies) under the Environmental Contingency Plan.

Supplemental Request #4

Addition of new Task 18 to expedite investigation of land to be acquired by BNSF in March 2012 located on the Alter Scrapyard.

****These costs are accounted for and included in the environmental remediation budget.**



West Haymarket Nebraska Voluntary Cleanup Program Areas of Concern

- Priority Areas**
- Priority 1 (BNSF)
 - Priority 2 (Alter)
 - Priority 3 (BNSF)
 - Priority 4 (BNSF, Alter & JayLynn)
 - Areas of Concern



0 490 980 Feet



LEGEND

- WEST HAYMARKET REDEVELOPMENT AREA
- BNSF PROPERTY
- JFA PROPERTY
- EXCLUDED PROPERTY



PROJECT NO: 010-1633
 DRAWN BY:
 DATE: 10/12/2010

**WEST HAYMARKET REDEVELOPMENT
 AREA (NORTH OF 'O' STREET)**



1111 Lincoln Mall, Suite 111
 P.O. Box 84008
 Lincoln, NE 68501-4808
 TEL: 402.474.6311
 FAX: 402.474.6300

EXHIBIT
 1

DATE: 10/12/2010



DATE: 8/6/2010
 DRAWN BY: JGO
 PROJECT NO: 008-0645

LEGEND

THIRD PARTY/RETAINED CITY PROPERTY

THIRD PARTY/REPLACEMENT BNSF PROPERTY



THIRD PARTY/RETAINED CITY PROPERTY AND THIRD PARTY/REPLACEMENT BNSF PROPERTY



711 Lincoln Mall, Suite 111
 P.O. Box 9406
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 TEL: 402.474.8311
 FAX: 402.474.5160

EXHIBIT
F-1